

EXHIBIT C

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND**

TEACHING STRATEGIES, INC.,)	
)	
Plaintiff,)	
)	
v.)	Civil Action No. 02-CV-3561 (WMN)
)	
TEACHER STREET, INC.)	
)	
Defendant.)	
)	

AFFIDAVIT OF NORM D. ST. LANDAU

Affiant Norm D. St. Landau, being duly sworn, hereby states as follows:

1. I am an attorney in the Washington D.C. office of the law firm Drinker Biddle & Reath LLP. I am the partner in charge of the litigation initiated by Drinker Biddle & Reath on behalf of my client, Teaching Strategies, Inc. ("Teaching Strategies"), against the Defendant, Teacher Street, Inc. ("Teacher Street"), bearing the above case caption, seeking *inter alia* to permanently enjoin Teacher Street from further infringing Teaching Strategies' CREATIVE CURRICULUM trademark, or any confusingly similar variation thereof.

2. I am submitting this affidavit in response to the Court's March 28, 2003 Order, which grants a permanent injunction against Teacher Street and in Teaching Strategies' favor, orders Teacher Street "to pay over to Plaintiff the reasonable attorneys' fees and costs Plaintiff has been forced to incur in pursuing relief through resort to this lawsuit Plaintiff," and directs Teaching Strategies to submit an affidavit supporting the amount requested.

3. At Drinker Biddle & Reath, I focus my practice in intellectual property, including trademark and copyright law and the law of unfair competition, and I have over twenty years of

experience in this regard. I serve as an adjunct professor of law at the Cornell Law School, where I presently teach a course entitled “The Law of Branding: Trademarks, Trade Dress, and Unfair Competition.”

4. All legal work performed on Teaching Strategies’ behalf in this action, both before and after suit was initiated, was done under my ultimate authority. In this capacity, I oversaw and supervised the work performed by Brian A. Coleman (who is counsel of record in this case), Mary Pat Weyback, and other paralegals, outside investigators and staff.

5. My billing rate in this matter was \$375.00 per hour; Brian A. Coleman’s billing rate was \$270.00 per hour; and Mary Pat Weyback’s billing rate was \$265.00 per hour. These rates are in line with prevailing market rates for attorneys at equivalent levels of experience engaged in complex intellectual property litigation in the greater Washington D.C. and Baltimore legal markets.

6. To enforce the trademark rights at issue in this action, Teaching Strategies incurred charges of \$33,328.50 in attorneys’ fees and \$3,715.56 in costs, for a total charge of \$37,044.06. The redacted billing statements detailing the precise work performed are attached to this affidavit, prefaced by a summary of all invoiced amounts. To date, Teaching Strategies has paid the full amount of these charges, save one invoice in the amount of \$134.73 which I believe to be undisputed.

7. I reviewed each of these invoices prior to its delivery to and payment by Teaching Strategies, and I have reviewed each of them again prior to submitting this affidavit, and I believe the amounts charged therein to be reasonable. I further believe that work performed on Teaching Strategies’ behalf as reflected in these billing statements was necessary and appropriate to secure Teaching Strategies’ rights in this action.

8. In sum, Teaching Strategies was forced to incur \$37,044.06 in attorneys' fees and costs in pursuing relief through this lawsuit, and I believe that these charges would not have been incurred but for Teacher Street's infringement of Teaching Strategies' trademark as set forth in the Complaint and Request for Default and for Default Judgment. Further, I believe that this amount is reasonable, and is properly recoverable within the terms of the Court's March 28, 2003 Order.

9. I have personal knowledge of the foregoing, which is true and correct to the best of my knowledge and belief.

Dated this 14th day of October, 2003.



NORM D. ST. LANDAU

CITY OF WASHINGTON
DISTRICT OF COLUMBIA

)
) To wit:
)

SUBSCRIBED AND SWORN TO before me, a Notary Public in and for the City of Washington in the District of Columbia, this ____ day of October, 2003.



NOTARY PUBLIC

DEBORAH A. BRYSON
NOTARY PUBLIC DISTRICT OF COLUMBIA
MY COMMISSION EXPIRES: DEC. 14, 2006

My Commission Expires: _____.

PAGE 1

Oct 09 2003 10:28:08 BILL SUMMARY REPORT -- MATTER NUMBER SORT

Ledger dates: 090102 TO 100903 INVOICE DETAIL ALL LEDGER CODES.NO REVERSED ITEMS.

MATTER NUMBER	*-----CLIENT-----*	*--DESCRIPTION--*	LAST BILL	LAST CREDIT	*--FEES--*	*--COSTS--*	*--OTHER--*	*-----TOTAL-----*
178281	INVOICE=327709		103102		1628.50	10.70	.00	1639.20
178281	INVOICE=335246		113002		12082.00	524.49	.00	12606.49
178281	INVOICE=342676		123102		2062.50	1070.05	.00	3132.55
178281	INVOICE=350227		013103		1443.00	690.73	.00	2133.73
178281	INVOICE=356953		022803		6317.00	691.28	.00	7008.28
178281	INVOICE=360228		033103		3344.50	2.30	.00	3346.80
178281	INVOICE=366801		043003		6451.00	542.92	.00	6993.92
178281	INVOICE=375144		053103		.00	134.73	.00	134.73
178281	INVOICE=379423		063003		.00	48.36	.00	48.36
178281	TEACHING STRATEGIE ATS: TEACHER STREE		063003	081803	33328.50	3715.56	.00	37044.06
GRAND TOTAL :					33328.50	3715.56	.00	37044.06

LAW OFFICES

TAX I. D. #23-1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

Teaching Strategies, Inc.
 5100 Wisconsin Avenue, NW
 Suite 200
 Washington, DC 20016
 Attention: Mr. Larry V. Bram

Invoice Number 327709
 Invoice Date 10/31/02
 Client Number 30759
 Matter Number 178281
 Page 6

RE: (178281) ATS: TEACHER STREET (TEACHERSSTREET.COM)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 30 SEPTEMBER 2002

Date		Hours	
-----		-----	
09/04/02 WEYBACK	Conference with N. St. Landau; review the teaching strategies and teacherstreet.com websites; research ownership; review Teaching Strategies website and registration; email Y. Mui re trade investigation.	.70	185.50
09/12/02 WEYBACK	Conference with L. Bram; forward draft cease and desist letter and revise per L. Bram; email to L. Bram; finalize and forward letter.	.50	132.50
09/24/02 WEYBACK	Message to C. Werler re status of reply to cease and desist letter.	.20	53.00
09/25/02 ST. LANDAU	Review and revise cease and desist letter	3.00	1,125.00
09/25/02 WEYBACK	Conference with N. St. Landau re no reply to our cease and desist letter; draft followup correspondence.	.50	132.50

	TOTAL HOURS	4.90	

LAW OFFICES

TAX I. D. #23-1423089

DrinkerBiddle&Reath
LLP

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

30759 TEACHING STRATEGIES, INC. Invoice Number 327709
178281 ATS: TEACHER STREET (TEACHERSSTREET.COM) Page 7
31 OCTOBER 2002

TIME SUMMARY:

-----	-----	-----
N ST. LANDAU	3.00 hours at \$ 375.00 =	1,125.00
MP WEYBACK	1.90 hours at \$ 265.00 =	503.50

CURRENT FEES		1,628.50
EXPENSES AND CHARGES		
Duplicating	5.70	
Fax Charges	5.00	

CURRENT EXPENSES AND CHARGES		10.70

TOTAL THIS MATTER		\$1,639.20
		=====

LAW OFFICES

TAX I. D. #23-1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

Teaching Strategies, Inc.
 5100 Wisconsin Avenue, NW
 Suite 200
 Washington, DC 20016
 Attention: Mr. Larry V. Bram

Invoice Number 335246
 Invoice Date 11/30/02
 Client Number 30759
 Matter Number 178281
 Page 4

RE: (178281) ATS: TEACHER STREET (TEACHERSSTREET.COM)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 OCTOBER 2002

Date		Hours	
-----		-----	
10/02/02 WEYBACK	Telephone conference with N. St. Landau re non-response from Teacher Street; telephone conference with Larry Bram re same	.40	106.00
10/04/02 WEYBACK	Conference with N. St. Landau re litigation options; telephone conference Larry Bram, N. St. Landau re same, trade investigation; telephone conference Robert Jackson & Associates regardin trade investigation	.40	106.00
10/08/02 WEYBACK	Review trade investigation report; review Dun & Bradstreet report; e-mail correspondence to Robert Jackson & Associates re information on location of actual sales	.30	79.50
10/15/02 ST. LANDAU	Review of potential conflict; internet research and telephone conference; outline complaint	3.00	1,125.00
10/15/02 WEYBACK	Telephone conference with Larry Bram and N. St. Landau re potential litigation with Teacher Street; conference with N. St. Landau re substance of complaint; review web site re local rules in the District	2.40	636.00

LAW OFFICES

TAX I. D. #23-1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

30759 TEACHING STRATEGIES, INC.

Invoice Number 335246

178281 ATS: TEACHER STREET (TEACHERSSTREET.COM)

Page 5

30 NOVEMBER 2002

Date

Hours

	Court of Maryland; e-mail correspondence to Larry Bram re product and sales information needed; review information from Larry Bram re same; followup e-mail correspondence with Larry Bram; begin draft of Complaint		
10/16/02 WEYBACK	Prepare Assignment of Trademark from Diane Dodge to Teaching Strategies, Inc.; conference N. St. Landau re same; revise Assignment; e-mail correspondence to Larry Bram re same; review CREATIVE CURRICULUM product materials and Teacher Street product materials; draft complaint	3.20	848.00
10/17/02 WEYBACK	Review, revise complaint	2.00	530.00
10/21/02 ST. LANDAU	Review and conference re complaint	3.00	1,125.00
10/22/02 COLEMAN	Planning with N. St. Landau and M. Weyback re filing complaint, and needed actions re same	.30	81.00
10/22/02 WEYBACK	Conference N. St. Landau re Complaint; telephone Larry Bram re additional information for Complaint; review and revise Complaint; forward draft to Larry Bram	2.10	556.50
10/24/02 COLEMAN	Review draft complaint and e-mail from M. Weyback re same	.50	135.00
10/24/02 WEYBACK	Review Larry Bram comments to Complaint; revise Complaint re same; e-mail conference B. Coleman re complaint and background; e-mail correspondence to Larry Bram	.70	185.50

LAW OFFICES

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L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

30759 TEACHING STRATEGIES, INC.

Invoice Number 335246

178281 ATS: TEACHER STREET (TEACHERSSTREET.COM)

Page 6

30 NOVEMBER 2002

Date -----		Hours -----	
10/25/02 COLEMAN	Review and edit draft complaint; multiple e-mails with N. St. Landau and M. Weybeck re changes to same, and further issues to consider; review local rules, and instructions to paralegal L. Monroe re filing and serving complaint	2.20	594.00
10/25/02 ST. LANDAU	Review and revise complaint	4.00	1,500.00
10/25/02 WEYBACK	Conference D. Newman re prepararation of exhibits for Complaint. E-mail conference with N. St. Landau re same; review Complaint as revised per B. Coleman and N. St. Landau; conference N. St. Landau; review court rules re financial disclosure statement	1.70	450.50
10/25/02 NEWMAN	Review files re Complaint to be filed in the U.S. District Court for the District of Maryland; gather exhibits for Teacing Strategies; research Teacher Street website for exhibits examples; conferences with M. Weyback re same	1.50	165.00
10/27/02 WEYBACK	Review final form of exhibits to Complaint; draft new paragraphs to Complaint re "knowing" infringement; e-mail N. St. Landau and B. Coleman re same; review financial disclosure requirements for Maryland Court; e-mail correspondence to Larry Bram re financial information required	1.50	397.50

LAW OFFICES

TAX I. D. #23-1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

30759 TEACHING STRATEGIES, INC.
 178281 ATS: TEACHER STREET (TEACHERSSTREET.COM)
 30 NOVEMBER 2002

Invoice Number 335246
 Page 7

Date -----		Hours -----	
10/28/02	COLEMAN	1.80	486.00
	Further revisions to complaint, and exchange e-mails re same; coordinate with paralegal and staff re preparing initial filing documents, and revise same		
10/28/02	ST. LANDAU	4.00	1,500.00
	Review and finalize complaint		
10/28/02	WEYBACK	1.80	477.00
	Review N. St. Landau comments to "knowledge" issues on Complaint; telephone conference L. Bram re financial disclosure statement; Prepare same; telephone conferences D. Newman re final preparation of Complaint and exhibits		
10/28/02	NEWMAN	1.50	165.00
	Research and read Guidelines for United States District Court for the District of Maryland re Civil Cover Sheet, Summons, Complaint, filing fees; conferences with N. St. Landau, M. Weyback and Litigation group re same		
10/29/02	COLEMAN	.40	108.00
	Assist in finalizing pleadings and coordinating filing of complaint		
10/29/02	WEYBACK	.70	185.50
	Conference B. Coleman re filing of Complaint; correspondence to Clerk of Circuit Court re filing; conference D. Newman re same		
10/29/02	NEWMAN	2.50	275.00
	Prepare Complaint for filing in U.S. District Court for the District of Maryland in accordance with their guidelines; reformat Complaint and Corporate Disclosure Statement; prepare exhibits; federal Express to Court		

LAW OFFICES

TAX I. D. #23-1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

30759 TEACHING STRATEGIES, INC. Invoice Number 335246
178281 ATS: TEACHER STREET (TEACHERSSTREET.COM) Page 9
30 NOVEMBER 2002

Searches - ROBERT JACKSON & ASSOC /Searches	335.00

CURRENT EXPENSES AND CHARGES	524.49

TOTAL THIS MATTER	\$12,606.49
	=====

DrinkerBiddle&Reath

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

Teaching Strategies, Inc.
 5100 Wisconsin Avenue, NW
 Suite 200
 Washington, DC 20016
 Attention: Mr. Larry V. Bram

Invoice Number 342676
 Invoice Date 12/31/02
 Client Number 30759
 Matter Number 178281
 Page 6

RE: (178281) ATS: TEACHER STREET (TEACHERSSTREET.COM)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 30 NOVEMBER 2002

Date		Hours	
-----		-----	
11/01/02	ST. LANDAU Review, revisions to complaint and forwarding correspondence	2.20	825.00
11/05/02	NEWMAN Review file; prepare letter to C. Werler forwarding Complaint as filed, per M. Weyback's instructions	.80	88.00
11/07/02	ST. LANDAU Review of complaint and conferences re revisions; review of correspondence with opposing counsel	2.50	937.50
11/07/02	WEYBACK Review materials received from district court; e-mail correspondence to Larry Bram re status	.20	53.00
11/12/02	WEYBACK Review web site re continuing use of CREATIVE CURRICULUM	.10	26.50
11/13/02	WEYBACK Telephone conference with Lucy Lovrien, counsel for Teacher Street; telephone message to Larry Bram re same; e-mail conference N. St. Landau re same	.30	79.50
11/20/02	WEYBACK Telephone conference with L. Lovrien re status of review of our claims; e-mail correspondence to Larry Bram re same	.20	53.00
	TOTAL HOURS	6.30	

LAW OFFICES

TAX I. D. #23 1423089

DrinkerBiddle&Reath
LLP

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

30759 TEACHING STRATEGIES, INC. Invoice Number 342676
 178281 ATS: TEACHER STREET (TEACHERSSTREET.COM) Page 7
 31 DECEMBER 2002

TIME SUMMARY:

N ST. LANDAU	4.70 hours at \$ 375.00 =	1,762.50
MP WEYBACK	0.80 hours at \$ 265.00 =	212.00
D NEWMAN	0.80 hours at \$ 110.00 =	88.00

CURRENT FEES

2,062.50

EXPENSES AND CHARGES

Postage	12.55
Duplicating	45.30
Federal Express	40.70
Searches - TM INVESTIGATIONS GROUP INC Online	426.00
Search,Creative Curriculum Inc	
Searches - ROBERT JACKSON & ASSOC/ Telephone	206.00
and online research and report on creative curriculum, inc.	
Searches - ROBERT JACKSON & ASSOC/ Online	339.50
research and report on creative curriculum, inc.	

CURRENT EXPENSES AND CHARGES

1,070.05

TOTAL THIS MATTER

\$3,132.55

LAW OFFICES

TAX I.D. #23-1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

Teaching Strategies, Inc.
 5100 Wisconsin Avenue, NW
 Suite 200
 Washington, DC 20016
 Attention: Mr. Larry V. Bram

Invoice Number 350227
 Invoice Date 01/31/03
 Client Number 30759
 Matter Number 178281
 Page 4

RE: (178281) ATS: TEACHER STREET (TEACHERSSTREET.COM)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 DECEMBER 2002

Date		Hours	
-----		-----	
12/09/02	ST. LANDAU Review of status and correspondence with opposing counsel; conference re proposed preliminary injunction	3.00	1,125.00
12/17/02	WEYBACK Telephone conference with counsel for Teacher Street, Inc. re demand to stop using CREATIVE CURRICULUM; Conference N. St. Landau re next steps to be taken in litigation	.60	159.00
12/19/02	WEYBACK Begin correspondence to Larry Bram reporting on status and making recommendations for further action	.30	79.50
12/20/02	WEYBACK Finish e-mail correspondence to Larry Bram re recommendations for next steps	.30	79.50

	TOTAL HOURS	4.20	

TIME SUMMARY:

N ST. LANDAU	3.00 hours at \$ 375.00 =	1,125.00
MP WEYBACK	1.20 hours at \$ 265.00 =	318.00

CURRENT FEES

1,443.00

LAW OFFICES

TAX I. D. #23 1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

30759 TEACHING STRATEGIES, INC.

Invoice Number 350227

178281 ATS: TEACHER STREET (TEACHERSSTREET.COM)

Page 5

31 JANUARY 2003

EXPENSES AND CHARGES

Duplicating

687.00

Telecommunication Services

3.73

CURRENT EXPENSES AND CHARGES

690.73

TOTAL THIS MATTER

\$2,133.73

LAW OFFICES

TAX ID #23-1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

Teaching Strategies, Inc.
 5100 Wisconsin Avenue, NW
 Suite 200
 Washington, DC 20016
 Attention: Mr. Larry V. Bram

Invoice Number 356953
 Invoice Date 02/28/03
 Client Number 30759
 Matter Number 178281
 Page 4

 RE: (178281) ATS: TEACHER STREET (TEACHERSSTREET.COM)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 JANUARY 2003

Date		Hours	
-----		-----	
01/09/03 WEYBACK	Conference B. Coleman regarding timing of service of complaint and filing of motion for preliminary injunction; conference D. Newman regarding filing of complaint.	.30	79.50
01/15/03 WEYBACK	Conference N. St. Landau regarding service of complaint and drafting of Motion for Preliminary Injunction; conferences D. Newman regarding service; review and revise correspondence to process server; begin case law research in 4th Circuit.	3.60	954.00
01/16/03 COLEMAN	Exchange e-mails with N. St. Landau and M.P. Weyback regarding strategy in serving complaint.	.20	54.00
01/16/03 WEYBACK	4th Circuit research for standards for trademark infringement	1.40	371.00
01/17/03 ST. LANDAU	Status review and conference	1.00	375.00
01/18/03 WEYBACK	Review and annotate case law regarding injunctions, trademark infringement	2.80	742.00
01/21/03 ST. LANDAU	Review of status and preliminary injunction motion	4.00	1,500.00

LAW OFFICES

TAX ID #23-423069

DrinkerBiddle&Reath
LLP

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

30759 TEACHING STRATEGIES, INC.
 178281 ATS: TEACHER STREET (TEACHERSSTREET.COM)
 28 FEBRUARY 2003

Invoice Number 356953
 Page 5

Date		Hours	
-----		-----	
01/24/03	COLEMAN Review rules regarding alternative service on Maryland corporation, and memo to M. P. Weyback regarding same.	.50	135.00
01/24/03	ST. LANDAU Review and outline preliminary injunction memorandum	3.00	1,125.00
01/26/03	WEYBACK Begin preparation of motion for preliminary judgment.	3.50	927.50
01/31/03	COLEMAN Review recent correspondence re status of service and preliminary injunction.	.20	54.00
	TOTAL HOURS	20.50	

TIME SUMMARY:

BA COLEMAN	0.90 hours at \$ 270.00 =	243.00
N ST. LANDAU	8.00 hours at \$ 375.00 =	3,000.00
MP WEYBACK	11.60 hours at \$ 265.00 =	3,074.00

CURRENT FEES

6,317.00

EXPENSES AND CHARGES

Duplicating	3.90
Computer Assisted Research (Lexis)	687.38

CURRENT EXPENSES AND CHARGES

691.28

TOTAL THIS MATTER

\$7,008.28

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LAW OFFICES

TAX I D #23-1423089

DrinkerBiddle&Reath

1500 K Street, N.W.
 Washington, D.C. 20005-1209
 202-842-8800

Teaching Strategies, Inc.
 5100 Wisconsin Avenue, NW
 Suite 200
 Washington, DC 20016
 Attention: Mr. Larry V. Bram

Invoice Number 360228
 Invoice Date 03/31/03
 Client Number 30759
 Matter Number 178281
 Page 1

RE: (178281) ATS: TEACHER STREET (TEACHERSSTREET.COM)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 28 FEBRUARY 2003

Date		Hours	
-----		-----	
02/01/03 WEYBACK	Begin draft Memorandum in support of Motion for Preliminary Injunction.	5.20	1,378.00
02/02/03 WEYBACK	Review Maryland District Court local rules re motions; continue memorandum in support of preliminary injunction motion.	2.80	742.00
02/03/03 COLEMAN	Conference with M.P. Weyback re strategic approaches to preliminary injunction motion.	.30	81.00
02/03/03 WEYBACK	Telephone conference Brian Coleman re memorandum for preliminary injunction	.40	106.00
02/04/03 WEYBACK	Review and revise Preliminary Injunction Memorandum; finalize correspondence to counsel for Teacher Street re formal institution of suit.	1.30	344.50
02/05/03 COLEMAN	Initial review of preliminary injunction motion and e-mail from M.P. Weyback re same.	.20	54.00
02/05/03 WEYBACK	Review and revise motion and memorandum for preliminary injunction; e-mail to N. St. Landau and B. Coleman forwarding draft.	1.80	477.00
02/13/03 COLEMAN	Review draft preliminary injunction motion.	.40	108.00

LAW OFFICES

TAX I D #23-1423089

DrinkerBiddle&Reath
LLP

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

30759 TEACHING STRATEGIES, INC.
 178281 ATS: TEACHER STREET (TEACHERSSTREET.COM)
 31 MARCH 2003

Invoice Number 360228
 Page 2

Date		Hours	
-----		-----	
02/26/03 COLEMAN	Conference with N. St. Landau re status and strategy.	.10	27.00
02/27/03 COLEMAN	E-mail MP Weyback re status and defendant's documents.	.10	27.00

	TOTAL HOURS	12.60	

TIME SUMMARY:

BA COLEMAN	1.10 hours at \$ 270.00 =	297.00
MP WEYBACK	11.50 hours at \$ 265.00 =	3,047.50

CURRENT FEES	3,344.50
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EXPENSES AND CHARGES

Duplicating	.30
Fax Charges	2.00

CURRENT EXPENSES AND CHARGES	2.30
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TOTAL THIS MATTER	\$3,346.80
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LAW OFFICES

TAX I. D. #23-1423089

DrinkerBiddle&Reath
LLP

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

Teaching Strategies, Inc.
 5100 Wisconsin Avenue, NW
 Suite 200
 Washington, DC 20016
 Attention: Mr. Larry V. Bram

INVOICE NUMBER: 366801
 INVOICE DATE: 04/30/03
 CLIENT NUMBER: 30759
 MATTER NUMBER: 178281
 PAGE: 1

 Re: ATS: TEACHER STREET (TEACHERSSTREET.COM)

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 MARCH 2003

03/01/03	E-mail M.P. Weybeck re strategy and procedures going forth in light of defendant's failure to answer.	B A COLEMAN	.30	81.00
03/03/03	E-mail conference B. Coleman re status of possible answer by Teacher Street and options for moving forward.	M P WEYBACK	.30	79.50
03/04/03	Email with M.P. Weyback re obtaining injunction.	B A COLEMAN	.10	27.00
03/05/03	Telephone process servers re service on court; e-mail A. Krokos re check for answer by Teacher Street.	M P WEYBACK	.50	132.50
03/10/03	Review and evaluate draft motion for default judgment and permanent injunction and assess further strategic approaches to same.	B A COLEMAN	1.50	405.00
03/12/03	Telephone B. Coleman; e-mail A. Krokos re need for copy of recent order.	M P WEYBACK	.30	79.50

LAW OFFICES

TAX I. D. #23-1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

Teaching Strategies, Inc.

30 April 2003
Invoice No. 366801
PAGE 2

Ref. No. 178281

03/14/03	Telephone L. Bram re Order for default filings; conference N. St. Landau re same.	M P WEYBACK	.30	79.50
03/15/03	Prepare Motion for Entry of Judgment; Motion for Default Judgment; review existing memorandum prepared for preliminary injunction.	M P WEYBACK	1.50	397.50
03/16/03	Review draft motion for default and default judgment; research re same; revise same.	B A COLEMAN	2.00	540.00
03/16/03	Prepare Order of Default; review and revise draft of motion for preliminary injunction to context of default judgment and request for permanent injunction; review Teacher Street site; e-mail conference N. St. Landau and B. Coleman.	M P WEYBACK	2.30	609.50
03/17/03	Review and edit draft motion for default, default judgment and injunction; research and edit motion for attorneys' fees.	B A COLEMAN	4.80	1296.00
03/18/03	Further research and drafting of motion for default, default judgment, injunction and attorneys' fees; circulate draft to N. St. Landau and M.P. Weyback.	B A COLEMAN	3.00	810.00

LAW OFFICES

TAX I. D. #23-1423089

DrinkerBiddle&Reath
LLP

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

Teaching Strategies, Inc.

Ref. No. 178281

30 April 2003
Invoice No. 366801
PAGE 3

03/18/03	Receive assignment re filing; discussions with B. Coleman and M.P. Weyback; telephone call to Court; prepare motion for filing and service.	L D MONROE	1.00	135.00
03/18/03	Telephone conference B. Coleman; review and revise drafts of documents; telephone L. Bram; revise and finalize Affidavit for L. Bram; e-mail correspondence forwarding same; telephone conference L. Monroe re electronic filing; conferences B. Coleman re final changes to documents.	M P WEYBACK	2.00	530.00
03/19/03	Final revisions and edits to motion for default and for default judgment, coordinate scanning and file of same, e-mails with M.P. Weyback re same.	B A COLEMAN	2.00	540.00
03/19/03	Retrieve and review document; edit document; telephone call to court; prepare document for filing.	L D MONROE	1.50	202.50
03/19/03	Conference L. Monroe re separate orders; draft order from clerk; conference B. Coleman.	M P WEYBACK	.80	212.00
03/20/03	Review incoming Order of Default; telephone conference with Court Clerk re typographical error in same; e-mail to N. St. Landau and M.P. Weyback re same; update file.	B A COLEMAN	.40	108.00

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PAGE 4

Ref. No. 178281

03/21/03	E-mails with M.P. Weyback re status of default; communication with Clerk re error.	B A COLEMAN	.20	54.00
03/25/03	E-mail conference B. Coleman re entry of default judgment; correspondence to L. Bram re status, forwarding documents.	M P WEYBACK	.50	132.50

TOTAL HOURS 25.30

TOTAL FEES \$6,451.00

TIME AND FEE SUMMARY:

TIMEKEEPER	RATE	HOURS	FEES
BA COLEMAN	270.00	14.30	3,861.00
MP WEYBACK	265.00	8.50	2,252.50
LD MONROE	135.00	2.50	337.50
TOTALS		25.30	6,451.00

EXPENSES AND CHARGES:

Duplicating	11.10
Telecommunication Services	.93
Service of Subpoenas	396.29
Computer Assisted Research (Lexis)	102.60
Searches - LEXIS-NEXIS Court Link Usage for the Period of 2/1/03 -2/28/03	32.00

CURRENT EXPENSES AND CHARGES \$542.92

TOTAL FEES & EXPENSES \$6,993.92

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TAX I. D. #23-1423089

DrinkerBiddle&Reath

1500 K Street, N.W.
Washington, D.C. 20005-1209
202-842-8800

Teaching Strategies, Inc.
5100 Wisconsin Avenue, NW
Suite 200
Washington, DC 20016
Attention: Mr. Larry V. Bram

Invoice Number 375144
Invoice Date 05/31/03
Client Number 30759
Matter Number 178281
Page 2

RE: (178281) ATS: TEACHER STREET (TEACHERSSTREET.COM)

FOR DISBURSEMENTS INCURRED THROUGH 30 APRIL 2003

EXPENSES AND CHARGES

Outside Photocopying Services

134.73

CURRENT EXPENSES AND CHARGES

134.73

TOTAL THIS MATTER

\$134.73
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TOTAL AMOUNT OF THIS INVOICE

\$509.73

TOTAL BALANCE DUE

\$509.73
=====

Payment for legal services is due within 30 days of invoice date.

LAW OFFICES

TAX I D #23-1423089

DrinkerBiddle&Reath
L L P

1500 K Street, N.W.

Washington, D.C. 20005-1209

202-842-8800

Teaching Strategies, Inc.
 5100 Wisconsin Avenue, NW
 Suite 200
 Washington, DC 20016
 Attention: Mr. Larry V. Bram

Invoice Number 379423
 Invoice Date 06/30/03
 Client Number 30759
 Matter Number 178281
 Page 1

RE: (178281) ATS: TEACHER STREET (TEACHERSSTREET.COM)

FOR DISBURSEMENTS INCURRED THROUGH 31 MAY 2003

EXPENSES AND CHARGES

Federal Express	8.36
Searches - LEXIS-NEXIS Courtlink Service for the period of 3/1/03-3/31/03	40.00

CURRENT EXPENSES AND CHARGES	48.36
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TOTAL THIS MATTER	\$48.36
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TOTAL AMOUNT OF THIS INVOICE	\$48.36
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TOTAL BALANCE DUE	\$48.36
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Payment for legal services is due within 30 days of invoice date.